

# DVHA Routing Form

Type of Agreement: Contract Agreement #: 18928 Form of Agreement: Amendment Amendment #: 2

Name of Recipient: Oracle America, Inc. Vendor #: 11394

Agreement Manager: Joe Liscinsky / Angela Rouelle Phone #: 879-5994

Brief Explanation of Agreement: Amendment adds funds for technical support in Year 2 of the agreement.

Start Date: February 28, 2011 End Date: February 27, 2014 Maximum Amount: \$5,265,602.36

Amendments Only: Maximum Prior Amount: \$3,874,953.74 Percentage of Change: 34.15%

Bid Process (Contracts Only): ☒ Standard ☐ Simplified ☐ Sole Source ☐ Statutory ☐ Master Contract SOW

## Funding Source

<u>Federal</u>	<u>\$4,739,042.13</u>	<u></u>
<u>General Fund</u>	<u>\$526,560.23</u>	<u></u>
<u></u>	<u></u>	<u></u>

## Contents of Attached Packet

- ☒ AA-14 ☐ Attachments A, B, C & F ☐ Attachment G - Academic Research  
☐ Sole Source Memo ☐ Attachment D - Modifications to C & F ☐ MOU  
☒ Qualitative/Justification Memo ☐ Attachment E - Business Associate Agreement ☒ Other: Amendment #2

Reviewer	Reviewer Initials	Date In	Date Out
DVHA Grant & Contract Administrator	<u>Kate Jones</u>	<u>1/18</u>	<u>1/18</u>
DVHA BO	<u>Jill Gould</u>	<u>1/18</u>	<u>1/18</u>
DVHA Commissioner	<u>Mark Larson</u>		
AHS Attorney General	<u>Seth Steinzor</u>		<u>1/20/12</u>
Following Approvals for Contracts Only:			
AHS CIO	<u>Angela Rouelle</u>		
AHS Central Office	<u>Martha Faber</u>		<u>1/27/12</u>
AHS Secretary	<u>Patrick Flood, Dept Sec</u>		

Vision Account Codes: L1: Account: 507600, Fund, 22005, Program: 41632 -- L2: Account: 507600, Fund: 22005, Program: 41632

Initials & Date	
<input type="checkbox"/> Subrecipient Module Entry	<u></u>
<input type="checkbox"/> FFATA Entry	<u></u>

Vision PO #: 3249

## STATE OF VERMONT CONTRACT SUMMARY AND CERTIFICATION ----- Form AA-14 (10/18/2010)

Note: All sections are required. Incomplete forms will be returned to department.

CHECK ONLY ONE BOX IF APPLICABLE:

## I. CONTRACT INFORMATION:

☐ ARRA Contract☐ ACA Contract

Agency/Department: Agency of Human Services/ DVHA

Contract #: 18928

Amendment #: 2

Vendor Name: Oracle America, Inc.

VISION Vendor No: 11394

Vendor Address: 500 Oracle Parkway, Redwood City, California USA

Starting Date: 2/28/2011

Ending Date: 2/27/2014

Amendment Date: 2/28/2012

Summary of agreement or amendment: Amendment adds funds for technical support in Year 2 of the agreement.

## II. FINANCIAL INFORMATION

Maximum Payable: \$5,265,602.36 Prior Maximum: \$ 3,874,953.74 Prior Contract # (If Renewal):

Current Amendment: \$1,390,648.67 Cumulative amendments: \$ 2,035,627.56 % Cumulative Change: 34.15 %

Business Unit(s): 08410

VISION Account: 507600

## III. PERFORMANCE INFORMATION

Does this Agreement include Performance Measures tied to Outcomes and/or financial reward/penalties?

☐ Yes ☒ No

Estimated Funding Split: G-Fund 10.00 % S-Fund % F-Fund 90.00 % GC-Fund % Other %

## IV. PUBLIC COMPETITION

The agency has taken reasonable steps to control the price of the contract or procurement grant and to allow qualified organizations to compete for the work authorized by this contract. The agency has done this through:

☒ Standard bid or RFP ☐ Simplified Bid ☐ Sole Sourced ☐ Qualification Based Selection ☐ Statutory

## V. TYPE OF AGREEMENT &amp; PERFORMANCE INFORMATION

Check all that apply: ☐ Service ☐ Personal Service ☐ Architect/Engineer ☐ Construction ☐ Marketing  
☒ Information Technology ☒ Other, describe: COTS Software purchase

## VI. SUITABILITY FOR CONTRACT FOR SERVICE

☒ Yes ☐ No ☐ n/a If this is a Personal Service contract, does this agreement meet all 3 parts of the "ABC" definition of independent contractor? (See Bulletin 3.5) If NO, then contractor must be paid through Payroll

## VII. CONFLICT OF INTEREST

By signing below, I certify that no person able to control or influence award of this contract had a pecuniary interest in its award or performance, either personally or through a member of his or her household, family, or business.

☐ Yes ☒ No Is there an "appearance" of a conflict of interest so that a reasonable person may conclude that this party was selected for improper reasons: (If yes, explain)

## VIII. PRIOR APPROVALS REQUIRED OR REQUESTED

☒ Yes ☐ No Agreement must be approved by the Attorney General under 3 VSA §311(a)(10) (personal service)☒ Yes ☐ No I request the Attorney General review this agreement as to form

No, already performed by in-house AAG or counsel: (initial)

☒ Yes ☐ No Agreement must be approved by the Comm. of DII; for IT hardware, software or services and Telecommunications over \$100,000☐ Yes ☒ No Agreement must be approved by the CMO; for Marketing services over \$15,000☐ Yes ☒ No Agreement must be approved by Comm. Human Resources (privatization and retiree contracts)☒ Yes ☐ No Agreement must be approved by the Secretary of Administration

## IX. AGENCY/DEPARTMENT HEAD CERTIFICATION; APPROVAL

I have made reasonable inquiry as to the accuracy of the above information:

Date 1-18-12 Agency / Department Head

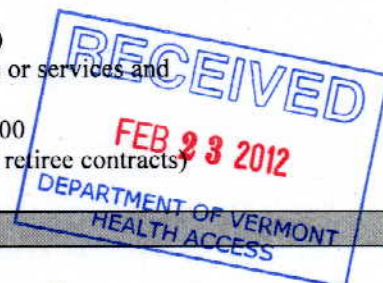
Date 1/31/12 Agency Secretary or Other Department Head (if required)

Date 1/29/12 Approval by Attorney General

Date N/A Approved by Commissioner of Human Resources

Date 2/6/12 CIO (initial) Date CMO (initial)

Date 2/12/12 Secretary of Administration



FEB 08 2012



Department of Vermont Health Access  
312 Hurricane Lane, Suite 201  
Williston, VT 05495  
[www.dvha.vermont.gov](http://www.dvha.vermont.gov)

Agency of Human Services  
[phone] 802-879-5900

## MEMORANDUM

**TO:** Jeb Spaulding, Secretary of AOA

**VIA:** Doug Racine, Secretary of AHS *CMD for DAK*

**FROM:** Hunt Blair, Deputy Commissioner of DVHA *HBL*

**DATE:** January 17, 2012

**SUBJECT:** Oracle America, Inc. - Approval for Amendment #2 of Contract # 18928  
Contract Duration is: 02/28/2011 – 02/27/2014  
Value of Contract: \$5,265,602.36.  
Proposed value of Amendment: \$1,390,648.62

DVHA seeks to amend our existing agreement with Oracle America Inc. by adding dollars for technical support in Year 2 and Year 3 of the contract. We had misinterpreted language in the original agreement that existing dollars for support services would cover the duration of the contract agreement, when in reality they were for Year 1 only. Oracle sent us an invoice for technical support for Year 2, and we realized that this cost must be addressed in an amendment to the contract.

State staff determined that based on usage and the State's anticipated needs, we would need to continue these technical support services in the contract (that were not originally accounted for.) Having technical support from Oracle in conjunction with their software is necessary, as their solution is the foundation of AHS IT infrastructure. Oracle software is integral to our medicaid programs, and without having technical support for another year we are jeopardizing the system's integrity and our ability to use the software effectively. We have been pleased with the level of service and responsiveness Oracle has provided.

Performance measures are not being added to this amendment. This contract is primarily for purchase of licenses to use Oracle software products, and there is not a "performance goal" beyond the quality of the software itself, which we verified via RFP before purchasing. We have been very pleased with the usefulness of the software and quality of technical support in the absence of performance measures, which were not addressed in the base contract.

Funding for this contract is covered by federal MMIS I-APD funds (90%) and State General Fund (10%), and complies with all mandatory provisions of AOA Bulletin 3.5.

DVHA looks forward to approval of this amendment.

STATE OF VERMONT  
AMENDMENT TO CONTRACT FOR PERSONAL SERVICES  
Oracle America, Inc.

Page 1 of 2  
Contract # 18928  
Amendment #2

AMENDMENT

It is agreed by and between the State of Vermont Agency of Human Services, operating by and through its Department of Vermont Health Access (hereafter called the "State") and Oracle America, Inc. (hereafter called the "Contractor") that the contract on the subject of software licenses and software maintenance support services, effective February 28th, 2011 is hereby amended effective February 28, 2012, as follows:

By deleting on page 1 of 2 in Amendment #1, Section 3 (Maximum Amount) and substituting in lieu thereof the following Section 3:

**3. Maximum Amount.** In consideration of the services to be performed by Contract, the State agrees to pay Contractor, in accordance with the payment provisions specified in Attachment B, a sum not to exceed \$5,265,602.36.

By deleting on page "17 of 24" of the base agreement, the "Total" table in Section A-3, and substituting in lieu thereof the following table:

A-3. Total

	Net Fees
Net License Fees	\$3,157,452.99
Net Technical Support Fees	\$2,085,972.93
Back Support Fees	\$22,176.44
<b>Total Fees</b>	<b>\$ 5,265,602.36</b>

By deleting the following language from Section 3 on page "21 of 24" in the base agreement:

"For the purposes of the first renewal year, the amount of the prior year's fees is equal to"

And substituting in lieu thereof the following language:

"For the purposes of the first and second renewal year, Software Update License & Support fees shall not exceed"

By deleting the following dollar amount from page 1 of 2 in Amendment #1:

\$695,324.31

And substituting in lieu thereof the following dollar amount:

\$2,085,972.93

By deleting the following dollar amount from page 2 of 2 in Amendment #1:

\$3,874,953.74

**STATE OF VERMONT  
AMENDMENT TO CONTRACT FOR PERSONAL SERVICES  
Oracle America, Inc.**

**Page 2 of 2  
Contract # 18928  
Amendment #2**

**And substituting in lieu thereof the following dollar amount:**

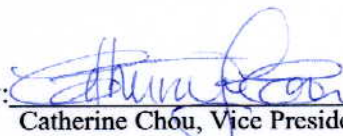
\$5,265,602.36

This amendment consists of 2 pages. Except as modified by this amendment and any previous amendments, all provisions of this contract, (#18928) dated February 28<sup>th</sup>, 2011 shall remain unchanged and in full force and effect.

**STATE OF VERMONT  
Department of Vermont Health Access**

By:   
Mark Larson, Commissioner

**CONTRACTOR  
Oracle America, Inc.**

By:   
Catherine Chou, Vice President

Date: 3.20.12

Date: 3/19/2012